

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

May 2, 2002

IN RE:

**RESALE AGREEMENT BETWEEN TDS
TELECOM AND UNIVERSAL TELECOM,
INC.**

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DOCKET NO. 02-00136

ORDER APPROVING RESALE AGREEMENT

The Resale Agreement (the "Agreement") negotiated between the telephone subsidiaries of TDS Telecommunications Corporation (collectively "TDS Telecom") and Universal Telecom, Inc. came before the Tennessee Regulatory Authority (the "Authority") at the April 30, 2002 Authority Conference. The Agreement was filed on February 11, 2002 and came before the Authority pursuant to 47 U.S.C. § 252.

Based upon the Agreement and the standards for review set forth in 47 U.S.C. § 252, the Directors unanimously approved the Agreement and made the following findings and conclusions:

- 1) The Authority has jurisdiction over public utilities pursuant to Tenn. Code Ann. § 65-4-104.
- 2) The Agreement is in the public interest as it provides consumers with alternative sources of telecommunications services within the TDS Telecom service area.
- 3) The Agreement is not discriminatory to telecommunications service providers that are not parties thereto.
- 4) 47 U.S.C. § 252(e)(2)(A) provides that a state commission may reject a negotiated agreement only if it "discriminates against a telecommunications carrier not a party to the

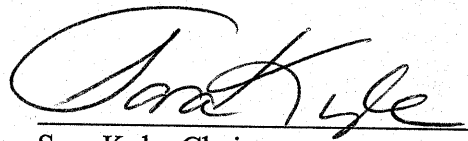
agreement” or if the implementation of the agreement “is not consistent with the public interest, convenience or necessity.” Unlike arbitrated agreements, a state commission may not reject a negotiated agreement on the grounds that the agreement fails to meet the requirements of 47 U.S.C. §§ 251 or 252(d).¹ Thus, although the Authority finds that neither ground for rejection of a negotiated agreement exists, this finding should not be construed to mean that the Agreement is consistent with §§ 251 or 252(d) or, for that matter, previous Authority decisions.

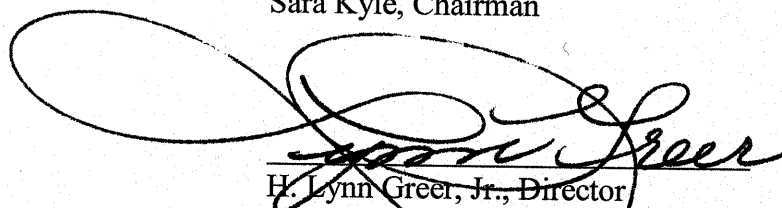
5) No person or entity has sought to intervene in this docket.

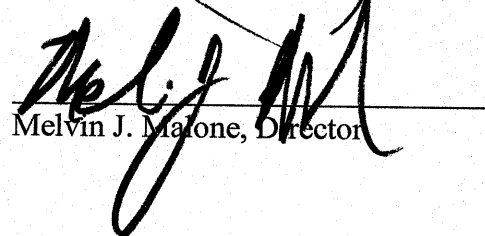
6) The Agreement is reviewable by the Authority pursuant to 47 U.S.C. § 252 and Tenn. Code Ann. § 65-4-104.

IT IS THEREFORE ORDERED THAT:


The Resale Agreement negotiated between the telephone subsidiaries of TDS Telecommunications Corporation and Universal Telecom, Inc. is approved and is subject to the review of the Authority as provided herein.


Sara Kyle, Chairman


H. Lynn Greer, Jr., Director


Melvin J. Malone, Director

ATTEST:


K. David Waddell, Executive Secretary

¹ See 47 U.S.C. § 252(e)(2)(B)(Supp. 2001).